

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 554247

The Registrar of Companies for England and Wales hereby certifies that
GREYHOUND GUARANTY LIMITED

having by special resolution changed its name, is now incorporated
under the name of
FINOVA CAPITAL CORPORATION LIMITED

Given at Companies House, Cardiff, the 7th January 2002



C005542476



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

009722

No: 554247

Rep 173525
COI 30201/0017

**The Companies Act 1948
And
The Companies Acts 1985 and 1989**

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

GREYHOUND GUARANTY LIMITED

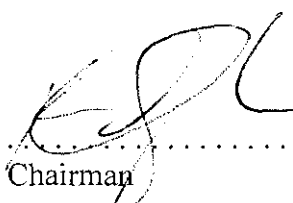
Passed 21st December 2001

At an extraordinary general meeting of the above-named Company duly convened and held on Friday, 21 December 2001 the following resolution was duly passed as a special resolution of the Company:

SPECIAL RESOLUTION

That the name of the Company be changed to:

FINOVA CAPITAL CORPORATION LIMITED


Chairman

